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EX PARTE

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
The Portals
445 12th St. SW
Washington, D.C. 20554

Re: CC Docket 01-338

Dear Ms. Dortch:

This is to notify you that on June 28, 2004, BellSouth met with Matt Brill, Senior Legal Advisor to Commissioner Abernathy in connection with the docket referenced above. BellSouth was represented in this meeting by Beth Shiroishi, Jon Banks and the undersigned.

In this meeting, BellSouth discussed generally the next steps the Commission should take in light of the recent vacature of the Commission's unbundling rules. BellSouth emphasized that it intends to stand by the commitments it has made in its letter to Chairman Powell and that this will ensure stability until the end of the year. BellSouth also strongly encouraged the Commission to complete new permanent rules consistent with the court's order by the end of the year. Finally, BellSouth emphasized the need for those final rules to be clear and beyond dispute, and for the Commission to take whatever other action it can to facilitate timely implementation of the new permanent rules.

Pursuant to Commission rules, please include this notice in the record of the above referenced docket.

Sincerely,



Glenn T. Reynolds

Cc: Matthew Brill